RINGKASAN RISALAH
RAPAT UMUM PEMEGANG SAHAM LUAR BIASA
PT BANK MANDIRI (PERSERO) Tbk

Direksi PT Bank Mandiri (Persero) Tbk (selanjutnya disebut "**Perseroan**") berkedudukan di Jakarta Selatan, dengan ini memberitahukan bahwa telah diselenggarakan Rapat Umum Pemegang Saham Luar Biasa (untuk selanjutnya disebut "**Rapat**") pada:

Hari, tanggal	: Senin, 4 Agustus 2025
Waktu	: Pukul 09.15 sampai dengan 09.54 WIB
Tempat	: *Assembly Hall*, Menara Mandiri I Lt. 9 Jl. Jenderal Sudirman Kav. 54-55, Jakarta 12190

Rapat dipimpin oleh Bapak Kuswiyoto, selaku Komisaris Utama/Independen, yang ditunjuk berdasarkan Keputusan Rapat Dewan Komisaris Perseroan tanggal 3 Juli 2025 sesuai Risalah Rapat Dewan Komisaris No. DK.INT/17/2025, dan dihadiri oleh Anggota Dewan Komisaris dan Direksi Perseroan sebagai berikut:

Dewan Komisaris

Komisaris Utama/Komisaris Independen	: Kuswiyoto;
Wakil Komisaris Utama/Komisaris Independen	: Zainudin Amali;
Komisaris	: Muhammad Yusuf Ateh;
Komisaris	: Luky Alfirman;
Komisaris	: Yuliot;
Komisaris Independen	: Mia Amiati;

Direksi

Direktur Utama	: Darmawan Junaidi;
Wakil Direktur Utama	: Riduan;
Direktur *Operations*	: Toni E.B. Subari;
Direktur *Information Technology*	: Timothy Utama;
Direktur *Human Capital and Compliance*	: Eka Fitria;
Direktur *Risk Management*	: Danis Subyantoro;
Direktur *Commercial Banking*	: Totok Priyambodo;
Direktur *Corporate Banking*	: Mochamad Rizaldi;
Direktur *Consumer Banking*	: Saptari;
Direktur *Treasury and International Banking*	: Ari Rizaldi;
Direktur *Finance and Strategy*	: Novita Widya Anggraini;
Direktur *Network and Retail Funding*	: Jan Winston Tambunan

serta pemegang saham dan kuasa wakil pemegang saham baik yang hadir secara fisik maupun secara elektronik melalui *Electronic General Meeting System* Kustodian Sentral Efek Indonesia (untuk selanjutnya disebut "**eASY.KSEI**") yang seluruhnya mewakili 80.934.188.202 saham termasuk di dalamnya saham Seri A Dwiwarna atau merupakan 86,7152017% dari jumlah seluruh saham dengan hak suara yang sah yang telah dikeluarkan Perseroan sampai dengan hari diselenggarakannya Rapat, yaitu sejumlah 93.333.333.332 saham yang terdiri dari:

- 1 saham Seri A Dwiwarna; dan
- 93.333.333.331 saham Seri B;

dengan memperhatikan Daftar Pemegang Saham Perseroan per tanggal 11 Juli 2025 sampai dengan pukul 16.00 Waktu Indonesia Barat.

Mata Acara Rapat

Rapat diselenggarakan dengan Mata Acara Perubahan Pengurus Perseroan.

Kesempatan Tanya Jawab

Dalam Mata Acara Rapat tersebut telah diberikan kesempatan kepada Pemegang Saham dan kuasa Pemegang Saham Perseroan yang hadir secara fisik maupun secara elektronik untuk mengajukan pertanyaan dan/atau pendapat dan terdapat 1 (satu) penanya.

Mekanisme Pengambilan Keputusan

Mekanisme pengambilan keputusan dalam Rapat dilakukan secara musyawarah untuk mufakat sesuai dengan ketentuan dalam Pasal 40 Peraturan Otoritas Jasa Keuangan ("**OJK**") Nomor 15/POJK.04/2020 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka ("**POJK No. 15/2020**") dengan memperhatikan Pasal 28 POJK No. 15/2020. Dalam hal musyawarah untuk mufakat tidak tercapai, maka keputusan diambil melalui pemungutan suara. Mekanisme pemungutan suara dilakukan dengan kartu suara tertutup yang tidak ditandatangani.

Pihak Independen Penghitung Suara

Perseroan telah menunjuk pihak independen yaitu Notaris Utiek R. Abdurachman S.H.,M.L.I., M.Kn. dan PT Datindo Entrycom selaku Biro Administrasi Efek dalam melakukan perhitungan dan/atau validasi suara.

Keputusan Rapat

Diperoleh hasil perhitungan suara sebagai berikut:

HASIL	TIDAK SETUJU	ABSTAIN	SETUJU (termasuk satu saham seri A Dwiwarna)
Jumlah Saham	23.564.151.075	1.011.229.678	56.358.807.449
Persentase	29,1152004%	1,2494469%	69,6353527%

Sesuai dengan ketentuan dalam Tata Tertib Rapat bahwa pemegang saham yang tidak memberikan suara (*abstain*) dianggap mengeluarkan suara yang sama dengan suara mayoritas pemegang saham yang mengeluarkan suara.

Dengan demikian:
“Rapat dengan suara terbanyak yaitu 57.370.037.127 saham atau merupakan 70,8847996% dari jumlah seluruh suara yang dikeluarkan dalam Rapat memutuskan”.

1. Memberhentikan dengan hormat nama-nama tersebut di bawah ini sebagai anggota Direksi Perseroan:

   a. Direktur Utama : Darmawan Junaidi

   b. Direktur *Operations* : Toni Eko Boy Subari

   Yang diangkat masing-masing berdasarkan Keputusan RUPS Tahunan Tahun Buku 2021 tanggal 10 Maret 2022 dan Keputusan RUPS Tahunan Tahun Buku 2024 tanggal 25 Maret 2025.

2. Mengalihkan penugasan nama-nama tersebut di bawah ini sebagai anggota Direksi Perseroan sebagai berikut:

No	Nama	Semula	Menjadi
1)	Riduan	Wakil Direktur Utama	Direktur Utama
2)	Timothy Utama	Direktur *Information Technology*	Direktur *Operations*

   yang masing-masing diangkat berdasarkan Keputusan RUPS Tahunan Tahun Buku 2024 tanggal 25 Mareet 2025 jo RUPS Tahunan Tahun Buku 2023 tanggal 7 Maret 2024 jo RUPS Tahunan Tahun Buku 2022 tanggal 14 Maret 2023 dan Keputusan RUPS Tahunan Tahun Buku 2020 tanggal 15 Maret 2021, dengan jabatan meneruskan sisa masa jabatan masing-masing sesuai dengan Keputusan RUPS pengangkatan yang bersangkutan.

3. Mengangkat nama-nama tersebut di bawah ini sebagai Pengurus Perseroan
   1) Wakil Direktur Utama : Henry Panjaitan
   2) Direktur *Information Technology* : Sunarto
   3) Komisaris Independen : Zulkifli Zaini

4. Masa Jabatan anggota-anggota Direksi dan Dewan Komisaris yang diangkat sebagaimana dimaksud pada angka 3, sesuai dengan ketentuan Anggaran Dasar Perseroan, dengan memperhatikan peraturan perundang-undangan di bidang Pasar Modal dan tanpa mengurangi hak RUPS untuk memberhentikan sewaktu-waktu.

5. Dengan adanya pemberhentian, pengalihan tugas, dan pengangkatan Pengurus Perseroan sebagaimana dimaksud pada angka 1, angka 2, dan angka 3 maka susunan Pengurus Perseroan menjadi:

   a. Direksi
   1) Direktur Utama : Riduan
   2) Wakil Direktur Utama : Henry Panjaitan
   3) Direktur *Risk Management* : Danis Subyantoro
   4) Direktur *Treasury and International Banking* : Ari Rizaldi

5) Direktur *Finance and Strategy* : Novita Widya Anggraini
6) Direktur *Consumer Banking* : Saptari
7) Direktur *Network and Retail Funding* : Jan Winston Tambunan
8) Direktur *Commercial Banking* : Totok Priyambodo
9) Direktur *Corporate Banking Banking* : Mochamad Rizaldi
10) Direktur *Human Capital and Compliance* : Eka Fitria
11) Direktur *Information Technology* : Sunarto
12) Direktur *Operations* : Timothy Utama

b. Dewan Komisaris

1) Komisaris Utama/Komisaris Independen : Kuswiyoto;
2) Wakil Komisaris Utama/Komisaris Independen : Zainudin Amali;
3) Komisaris : Muhammad Yusuf Ateh;
4) Komisaris : Luky Alfirman;
5) Komisaris : Yuliot;
6) Komisaris Independen : Mia Amiati;
7) Komisaris Independen : Zulkifli Zaini.

6. Meminta kepada Direksi untuk mengajukan permohonan tertulis kepada Otoritas Jasa Keuangan untuk pelaksanaan Penilaian Kemampuan dan Kepatutan (*Fit and Proper Test*) atas anggota-anggota Direksi dan Dewan Komisaris yang diangkat sebagaimana dimaksud pada angka 3 dan anggota Direksi yang dialihtugaskan sebagaimana dimaksud pada angka 2 butir 1), dengan mengindahkan ketentuan yang berlaku.
7. Bagi anggota-anggota Direksi dan Dewan Komisaris yang diangkat sebagaimana dimaksud pada angka 3 yang masih menjabat pada jabatan lain yang dilarang oleh peraturan perundang-undangan untuk dirangkap dengan jabatan anggota Direksi dan Dewan Komisaris Badan Usaha Milik Negara, maka yang bersangkutan harus mengundurkan diri atau diberhentikan dari jabatannya tersebut.
8. Memberikan kuasa dengan hak substitusi kepada Direksi Perseroan untuk menyatakan yang diputuskan Rapat ini dalam bentuk Akta Notaris serta menghadap Notaris atau pejabat yang berwenang, dan melakukan penyesuaian atau perbaikan-perbaikan yang diperlukan apabila dipersyaratkan oleh pihak yang berwenang untuk keperluan pelaksanaan isi keputusan Rapat.

Jakarta, 05 Agustus 2025
PT Bank Mandiri (Persero) Tbk
DIREKSI

SUMMARY OF MINUTES OF
THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF
PT BANK MANDIRI (PERSERO) Tbk

Board of Directors of PT Bank Mandiri (Persero) Tbk (hereinafter referred to as the "**Company**") domiciled in South Jakarta, hereby announces that the Extraordinary General Meeting of Shareholders (hereinafter referred to as the "**Meeting**") has been held on:

Day, date	: Monday, August 4, 2025
Time	: 09.15 to 09.54 WIB (Western Indonesia Time Zone)
Venue	: Assembly Hall, Menara Mandiri I 9th floor Jl. Jenderal Sudirman Kav 54-55, Jakarta 12190

The Meeting was presided over by Mr. Kuswiyoto, as the President/Independent Commissioner, who was appointed based on the Meeting Resolution of Board of Commissioners of the Company dated July 3, 2025 in accordance with the Minutes of the Board of Commissioners Meeting No. DK.INT/17/2025, and attended by Members of the Board of Commissioners and the Board of Directors of the Company as follows:

Board of Commissioners:

President / Independent Commissioner	:	Kuswiyoto;
Vice President / Independent Commissioner	:	Zainudin Amali;
Commissioner	:	Muhammad Yusuf Ateh;
Commissioner	:	Luky Alfirman;
Commissioner	:	Yuliot;
Independent Commissioner	:	Mia Amiati;

Board of Directors:

President Director	:	Darmawan Junaidi;
Vice President Director	:	Riduan;
Operations Director	:	Toni E.B. Subari;
Information Technology Director	:	Timothy Utama;
Human Capital and Compliance Director	:	Eka Fitria;
Risk Management Director	:	Danis Subyantoro;
Commercial Banking Director	:	Totok Priyambodo;
Corporate Banking Director	:	Mochamad Rizaldi;
Consumer Banking Director	:	Saptari;

Treasury and International Banking Director	:	Ari Rizaldi;
Finance and Strategy Director	:	Novita Widya Anggraini;
Network and Retail Funding Director	:	Jan Winston Tambunan.

as well as shareholders and their proxies as the representatives of shareholders who were present either physically or electronically through the Electronic General Meeting System of the Kustodian Sentral Efek Indonesia/Indonesian Central Securities Depository (hereinafter referred to as "**eASY.KSEI**") totally represented 80,934,188,202 shares including Series A Dwiwarna Share or constituting 86.7152017% of the total number of shares with valid voting rights that have been issued by the Company until the day of the Meeting, namely as many as 93,333,333,332 shares consisting of:

- 1 (one) Series A Dwiwarna share; and
- 93,333,333,331 Series B shares;

by taking into account the Company's Shareholders Register on July 11, 2025 until 16.00 Western Indonesia Time Zone.

Meeting Agenda
The Meeting was held with the Agenda of Changes to the Company's Management.

Questions & Answers Session
In the pertaining Meeting Agenda of the Meeting, the opportunity was given to Shareholders and proxies of Shareholders of the Company who were present physically or electronically to submit questions and/or opinions and there was 1 (one) questioner.

Resolutions-Making Mechanism

The resolutions-making mechanism in the Meeting was carried out by deliberation to reach a mutual consensus in accordance with Article 40 of the Financial Service Authority Regulation ("**OJK**") No.15/POJK.04/2020 concerning Plan and Implementation of the General Meeting of Shareholders of Public Companies ("**POJK No.15/2020**") with due observance of Article 28 of POJK No.15/2020. In the event the deliberation for reaching a mutual consensus is not reached, the resolution shall be taken by voting, accordingly. The voting was carried out using the unsigned folded ballots.

Independent Party for Voting Count

The company has appointed the independent parties, i.e. Notary Utiek R. Abdurachman SH., MLI., MKn and PT Datindo Entrycom for carrying out the votes count and/or validation.

Meeting Resolutions

RESULTS	DISSENTING	ABSTAINED	AFFIRMATIVE (Including one Dwiwarna series A Share)
Number of Shares	23,564,151,075	1,011,229,678	56,358,807,449
Percentage	29.1152004 %	1.2494469 %	69.6353527 %

In accordance with the provisions of the Meeting Rules that Shareholders who do not vote (abstained) are considered to have cast the same votes as the majority votes of Shareholders who cast votes.
Therefore:

"The meeting with the majority votes namely 57,370,037,127 shares or constituting 70,8847996 % of the total votes cast in the Meeting have resolved:

1. To respectfully dismiss the names mentioned below as the members of the Board of Directors of the Company:
   1) President Director : Darmawan Junaidi;
   2) Operations Director : Toni E. B. Subari.

   Each of them was appointed based on the Decision of the Annual GMS for the 2021 Financial Year dated March 10, 2022, and the Annual GMS for the 2024 Financial Year dated March 25, 2025.

2. Transferring the assignment of the names mentioned below as members of the Board of Directors of the Company as follows:

No	Name	Before	After
1)	Riduan	Vice President Director	President Director
2)	Timothy Utama	Information Technology Director	Operations Director

Each of them was appointed based on the Annual GMS Resolution for the 2024 Financial Year dated March 25, 2025 in conjunction with the Annual GMS Resolution for the 2023 Financial Year dated March 7, 2024, in conjuction with the Annual GMS Resolution for the 2022 Financial Year dated March 14,2023, and the Annual GMS Resolution for the 2020 Financial Year dated March 15, 2021, with a term continuing for the remainder of each respective tenure in accordance with the GMS resolution under which they were appointed.

3. Appointing the names mentioned below as the Company Management:
   1) Vice President Director : Henry Panjaitan
   2) Information Technology Director : Sunarto
   3) Independent Commissioner : Zulkifli Zaini

4. The term of office of the appointed members of the Board of Directors and Board of Commissioners as referred to in point 3, shall be in accordance with the provisions of the Articles of Association of the Company, with due observance of the laws and regulations in the Capital Market sector and without prejudice to the right of the GMS to dismiss them at any time.

5. With the confirmation of dismissal, transfer of duties, and appointment of the Company Management as referred to in point 1, point 2, and point 3, the composition of the Company Management is as follows:

a. **Board of Director**

1)	President Director	:	Riduan;
2)	Vice President Director	:	Henry Panjaitan;
3)	Director of Risk Management	:	Danis Subyantoro;
4)	Director of Treasury and International Banking	:	Ari Rizaldi;
5)	Director of Finance and Strategy	:	Novita Widya Anggraini;
6)	Director of Consumer Banking	:	Saptari;
7)	Director of Network and Retail Funding	:	Jan Winston;
8)	Director of Commercial Banking	:	Totok Priyambodo;
9)	Director of Corporate Banking	:	Mochamad Rizaldii;
10)	Director of Human Capital and Compliance	:	Eka Fitria;
11)	Director of Information Technology	:	Sunarto;
9)	Director of Operations	:	Timothy Utama.

b. **Board of Commissioners**

1)	President Commissioner/ Independent	:	Kuswiyoto;
2)	Vice President Commissioner/ Independent	:	Zainudin Amali;
3)	Commissioner	:	Muhammad Yusuf Ateh;
4)	Commissioner	:	Luky Alfirman;
5)	Commissioner	:	Yuliot;
6)	Independent Commissioner	:	Mia Amiati;
7)	Independent Commissioner	:	Zulkifli Zaini.

6. Requesting the Board of Directors to submit a written request to the Financial Service Authority for the implementation of the Fit and Proper Test for the appointed members of the Board of Directors and the Board of Commissioners as referred to in point 3 and members of the Board of Directors who have been reassigned as referred to in point 2 item 1), in accordance with the applicable provisions.

7. For members of the Board of Directors and Board of Commissioners appointed as referred to in point 3 who still hold other positions that are prohibited by law from being concurrently held with the position of member of the Board of Director and Board of Commissioners of a State-Owned Enterprise, the person concerned must resign or be dismissed from that position.

8. Granting power of attorney with substitution rights to the Company Board of Directors to declare the resolutions of this Meeting in the form of a Notarial Deed

and to appear before a Notary or authorized official, and to make any necessary adjustments or revisions if required by the competent authority for the purpose of implementing the contents of the Meeting resolutions.

Jakarta, August 5, 2025
PT Bank Mandiri (Persero) Tbk
BOARD OF DIRECTOR